RESOLUTION FC 80-1

RESOLUTION OF THE FINANCING COMMITTEE OF THE BOARD OF DIRECTORS OF THE CALIFORNIA HOUSING FINANCE AGENCY APPROVING THE ENTERING INTO OF A REVOLVING CREDIT AGREEMENT AND THE ISSUANCE OF NOTES OF THE AGENCY AND RELATED ACTIONS.

WHEREAS, pursuant to the Zenovich-Moscone-Chacon Housing and Home Finance Act (the "Act") the Agency has the authority to issue notes and to borrow sufficient funds to finance, purchase, refund and make loans for multi-unit housing developments and for other expenditures of the Agency incident to, and necessary or convenient to, the issuance of notes and the borrowing of funds, all as part of the Agency's Multi-Unit Housing Finance Program;

WHEREAS, the Board of Directors of the Agency has determined that not to exceed \$25,000,000 aggregate principal amount of California Housing Finance Agency Revolving Credit Agreement Notes, 1980 Series 1 (the "1980 Series 1 Notes"), are necessary to be issued to provide sufficient funds to finance, purchase, refund and make loans for multi-unit housing developments and/or to repay outstanding notes of the Agency, the proceeds of which were originally used to finance, purchase, refund or make such loans, all as part of the Agency's Multi-Unit Housing Finance Program; and

WHEREAS, the Board of Directors of the Agency has authorized the Financing Committee (the "Committee") of the Board of Directors to approve the Revolving Credit Agreement (the "Agreement"), the Indenture and the Series Indenture for the 1980 Series 1 Notes, and the Committee has reviewed the final form of said Agreement, said Indenture and said Series Indenture;

NOW, THEREFORE, BE IT RESOLVED, by the Financing Committee of the Board of Directors of the California Housing Finance Agency, as follows:

Section 1. The Executive Director of the Agency (the "Executive Director") is hereby authorized and directed, for and on behalf and in the name of the Agency, to execute and deliver the Agreement, the Indenture, and the Series Indenture for the 1980 Series 1 Notes substantially in the form presented to this meeting, with such changes as the Executive Director may approve upon consultation with

counsel, such approval to be conclusively evidenced by the execution and delivery of said Agreement, said Indenture and said Series Indenture.

Section 2. The officers of the Agency are hereby authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents which they may deem necessary or advisable in order to consummate the execution and delivery of the Agreement, the Indenture, and the Series Indenture and the issuance, sale, and delivery of the 1980 Series 1 Notes and otherwise to effectuate the purpose of this resolution.

SECRETARY'S CERTIFICATE

I, Stuart Honse, Secretary of the Board of Directors of the California Housing Finance Agency, hereby certify that the foregoing is a full, true, and correct copy of the Resolution FC 80-1 duly adopted at a regular meeting of the Financing Committee of the Board of Directors of the California Housing Finance Agency duly called and held in Sacramento, California, on the 9th day of October, 1980, of which meeting all said members of the Committee had due notice; and that at said meeting said Resolution was adopted by the following vote:

AYES: Cantu, Dodd, Schenk (by Flores)

15 NOES: None

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16 ABSTENTION: None

17 ABSENT: None

> I further certify that I have carefully compared the foregoing copy with the original minutes of said meeting on file and of record in my office; that said copy is a full, true, and correct copy of the original Resolution adopted at said meeting and entered in said minutes; and that said Resolution has not been amended, modified or rescinded in any manner since the date of its adoption, and the same is now in full force and effect.

IN WITNESS WHEREOF, I have executed this certificate and affixed the seal of the Board of Directors of the California Housing Finance Agency hereto this 9th day of October, 1980.

Stuart Honse,

Secretary of the Board of Directors of the California Housing Finance Agency

(SEAL)

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